

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
SAN ANTONIO DIVISION

<hr/> <b>In re:</b>  <b>CLEARWATER TRANSPORTATION, LTD.,</b>  <b>Debtor.<sup>1</sup></b> <hr/>	§ § § § §	<b>CHAPTER 11 CASE</b>  <b>CASE NO. 19-50292-cag</b>
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**DEBTOR'S UNOPPOSED MOTION TO CONTINUE DISCLOSURE STATEMENT HEARING**

**To the Honorable United States Bankruptcy Judge Craig A. Gargotta:**

Clearwater Transportation, Ltd. (the "Debtor"), the debtor and debtor-in-possession in this chapter 11 case (the "Case"), files this *Debtor's Unopposed Motion to Continue Disclosure Statement Hearing* (the "Motion"). By this Motion, Debtor requests the entry of an order, substantially in the form attached hereto as **Exhibit A**, continuing the hearing to consider approval of *Disclosure Statement Under 11 U.S.C. § 1125 in Support of the Plan of Reorganization of the Debtor and Debtor in Possession Pursuant to Chapter 11 of the Bankruptcy Code* (the "Disclosure Statement") [ECF No. 130], which is currently set for August 8, 2019, at 9:30 a.m. In support of the Motion, Debtor respectfully states as follows:

**I. JURISDICTION AND VENUE**

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334.
2. Venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.

**II. RELEVANT BACKGROUND**

3. Debtor is a rental car company franchisee operating under the Dollar Rent A Car and Thrifty Rent A Car brands. Debtor's corporate headquarters is located in San Antonio,

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<sup>1</sup> The Debtor's address is 6013 Fountainwood, San Antonio, Texas 78233 and the last four digits of its Federal Tax Identification number are 2020.

Texas. Debtor operates as Dollar Rent A Car and Thrifty Rent A Car at the Austin-Bergstrom International Airport in Austin, Texas.

4. Additional information about Debtor's business can be found in the *Declaration of Monty Merrill in Support of First Day Motions* [ECF No. 14].

5. On February 7, 2019, Debtor filed its voluntary petition in this Court for reorganization relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), as amended from time to time. Debtor continues to operate its business and manage its properties as debtor and debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in this Case, and no committees have been appointed or designated by the United States Trustee.

### **III. RELIEF REQUESTED**

6. The City of Austin, Austin Conrac, LLC, the United States Trustee for the Western District of Texas, and Newtek Small Business Finance, LLC have filed objections to Debtor's Disclosure Statement. Debtor and its counsel are actively engaged in Disclosure Statement and Plan negotiations with those and other parties, including Selig Leasing Company. A settlement meeting between Debtor and the City of Austin and the Austin Conrac is scheduled for August 7, 2019. Additionally, Debtor anticipates continuing to address Disclosure Statement and Plan issues with the other active creditors in the Case. Thus, Debtor seeks additional time to attempt to negotiate consensual Plan terms and agreements with the aforementioned parties and/or to at least resolve pending formal or informal objections to the Disclosure Statement with a subsequent revision of the Disclosure Statement. Debtor believes a continuance of the Disclosure Statement hearing to allow such negotiations and discussions is warranted and is in the best interest of the Debtor's estate.

7. In accordance with Local Rule 9014(f), Debtor respectfully requests that the Court continue the August 8, 2019 Disclosure Statement hearing to August 23, 2019, at 9:30 a.m., a setting Debtor understands is available on the Court's docket.

#### **IV. CONCLUSION**

WHEREFORE, for the foregoing reasons, Debtor respectfully requests that the Court enter an order continuing the August 8, 2019 Disclosure Statement hearing to August 23, 2019, at 9:30 a.m.. Debtor also requests such other and further relief as is just and proper.

Dated: August 2, 2019.

Respectfully submitted,

#### **DYKEMA GOSSETT PLLC**

By: /s/ Patrick L. Huffstickler  
Patrick L. Huffstickler  
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Danielle N. Rushing  
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112 East Pecan Street, Suite 1800  
San Antonio, Texas 78205  
(210) 554-5500  
(210) 226-8395 (Fax)

**COUNSEL FOR DEBTOR AND  
DEBTOR-IN-POSSESSION**

**CERTIFICATE OF CONFERENCE**

I certify that on August 1 and 2, 2019, that I conferred with Afton Trevino on behalf of the City of Austin; Sabrina Streusand on behalf of Austin Conrac, LLC; Michael Flume on behalf of Newtek Small Business Finance, LLC; Sam Wisotzkey and Michael Colvard on behalf of Selig Leasing Company, Inc.; and Kevin Epstein on behalf of the Office of the United States Trustee for the Western District of Texas regarding this Motion. Those parties do not oppose the relief requested herein.

/s/ Patrick L. Huffstickler

Patrick L. Huffstickler

**CERTIFICATE OF SERVICE**

I certify that a copy of the foregoing document was served on August 2, 2019, by electronic notification by the Electronic Case Filing system for the United States Bankruptcy Court for the Western District of Texas and by first-class mail to the parties on the attached Limited Service List.

/s/ Danielle N. Rushing

Danielle N. Rushing

**Clearwater Transportation, Ltd. – 19-50292**

**Limited Service List**

**Debtor:**

Clearwater Transportation, Ltd.  
6013 Fountainwood  
San Antonio, TX 78233  
**Via Mail**

**Attorney for Debtor**

Patrick L. Huffstickler  
Dykema Gossett PLLC  
112 E. Pecan St., #1800  
San Antonio, TX 78205  
**ECF:** [phuffstickler@dykema.com](mailto:phuffstickler@dykema.com)

**Office of the U.S. Trustee**

615 E. Houston, Suite 533  
San Antonio, TX 78205  
**Via ECF:** [USTP.Region07@usdoj.gov](mailto:USTP.Region07@usdoj.gov)

**LENDERS/POTENTIAL SECURED CREDITORS**

Funding Circle  
FC Marketplace, LLC  
747 Front St., 4th Fl.  
San Francisco CA 94111  
**Via Mail**

Newtek Small Business Finance LLC  
1981 Marcus Ave., #130  
Lake Success NY 11042  
**Via Mail**

IOU Central Inc.  
600 TownPark Lane, Suite 100  
Kennesaw, GA 30144  
**Via Mail**

Funding Metrics, LLC  
dba Lendini  
884 TownCenter Drive  
Langhorne, PA 19047  
**Via Mail**

Pioneer Park LLC  
P.O. Box 398321  
San Francisco, CA 94139-8321  
**Via Mail**

AmeriCredit Financial Services, Inc.  
dba GM Financial  
P.O. Box 183593  
Arlington, TX 76096-3834  
**Via Mail**

**Pearl Delta Funding LLC**  
c/o Pryor & Mandelup  
Attn: Anthony Giuliano  
675 Old Country Road  
Westbury, NY 11590  
**Via Mail**

**TAXING AND REGULATORY AGENCIES**

Bell County Appraisal District  
P.O. Box 390  
Belton TX 76513-0390  
**Via Mail**

City of Austin  
Controller's Office  
P.O. Box 2920  
Austin TX 78768-2920  
**Via Mail**

Internal Revenue Service  
Centralized Insolvency Operation  
P.O. Box 7346  
Philadelphia, PA 19101-7346  
**Via Mail**

Texas Comptroller of Public Accounts  
Revenue Accounting Division -  
Bankruptcy Section  
P.O. Box 13528 Capitol Station  
Austin, TX 78711  
**Via Mail**

Texas Workforce Commission  
TWC Building - Regulatory Integrity  
Division  
101 East 15th Street  
Austin, TX 78778  
**Via Mail**

Travis County Tax Office  
Bruce Elfant, Tax Assessor-Collector  
P.O. Box 149328  
Austin, TX 78714-9328  
**Via Mail**

Tom Green Appraisal District  
2302 Pulliam St.  
San Angelo TX 76905  
**Via Mail**

Albert Uresti, MPA, PCC  
Bexar County Tax Assessor-Collector  
P.O. Box 2903  
San Antonio, TX 78299-2903  
**Via Mail**

United States Department of Justice -  
All Divisions:  
United States Attorney, Civil Process  
Clerk  
601 N. W. Loop 410, Suite 600  
San Antonio, TX 78216  
**Via Mail**

#### AIRPORT CONCESSION PARTIES

City of Austin  
c/o U.S. Bank, N.A.  
P.O. Box 70870  
Saint Paul MN 55170-9705  
**Via Mail**

Director of Aviation  
THE CITY OF AUSTIN  
Austin-Bergstrom International Airport  
3600 Presidential Blvd., Suite 411  
Austin, TX 78719  
**Via Mail**

The Airport Properties Manager  
Department of Aviation  
THE CITY OF AUSTIN  
Austin-Bergstrom International Airport  
3600 Presidential Blvd., Suite 411  
Austin, TX 78719  
**Via Mail**

City of Austin  
City Clerk  
301 W. Second St.  
Austin, TX 78701  
**Via Mail**

City of Killeen  
8101 S. Clear Creek Rd., Box C  
Killeen, TX 76549  
**Via Mail**

Killeen-Fort Hood Regional Airport  
Attn: Executive Director of Aviation  
8101 S. Clear Creek Rd., Box C  
Killeen, TX 76549  
**Via Mail**

City of Killeen  
Attn: City Attorney  
101 N. College St., 1<sup>st</sup> Floor  
Killeen, TX 76541  
**Via Mail**

City of San Angelo  
San Angelo Regional Airport-Mathis Field  
8618 Terminal Circle, Ste. 101  
San Angelo, TX 76904  
**Via Mail**

City Attorney's Office  
72 W. College Avenue  
San Angelo, TX 76903  
**Via Mail**

Austin Conrac, LLC  
Conrac Managing, c/o Conrac Solutions  
981 Lowell Ave. SW, #125  
Renton, WA 98057  
**Via Mail**

#### TOP 20 UNSECURED CREDITORS (EXCLUSIVE OF OTHER CATEGORIES)

ATS Processing Services  
1150 N. Alma School Rd.  
Mesa, AZ 85201  
**Via Mail**

Calhoun, Thomson & Matza  
9500 Aboretum Blvd., #120  
Austin, TX 78759  
**Via Mail**

Dent Crafters  
166 Briar Forest Dr.  
Bastrop, TX 78602  
**Via Mail**

Highway Toll Administrations  
66 Powerhouse Rd., #103  
Roslyn Heights, NY 11577  
**Via Mail**

Town North Nissan  
9160A Research Blvd.  
Austin, TX 78758  
**Via Mail**

**CONTRACT AND VEHICLE LEASE PARTIES**

Hincklease, Inc.  
Attn: Bill Jeffries  
2305 President's Dr., Ste. F  
Salt Lake City UT 84120  
**Via Mail**

Selig Leasing Company, Inc.  
Attn: Steve Schaefer  
2510 S. 108th St.  
West Allis WI 53227  
**Via Mail**

Hertz Global Holdings  
Thrifty Rent-A-Car System, Inc.  
Dollar Rent A Car, Inc.  
Attn: Robert M. Barton  
8501 Williams Road  
Estero, FL 33928  
**Via Mail**

Union Leasing, Inc.  
P.O. Box 75850  
Chicago, IL 60675-5850  
**Via Mail**

The Bancorp  
409 Silverside Road  
Suite 105  
Wilmington, DE 19809  
**Via Mail**

Harbor Properties  
850 S. Hermitage Road, Suite B1  
Hermitage, PA 16148  
**Via Mail**

Commercial Fleet Leasing  
The Bancorp Bank  
Attn: Paul F. Pollock  
626 Jacksonville Road, Suite 205  
Warminster, PA 18974  
**Via Mail**

DTG  
Dba DTG Operations, Inc.  
Attn: Lockbox Dept. 673  
6242 E. 41<sup>st</sup> Street  
Tulsa, OK 74135  
**Via Mail**

Bancorp Bank  
Attn: Paul F. Pollock  
3755 Park Lake St.  
Orlando FL 32803-5265  
**Via Mail**

**NOTICES OF APPEARANCE**

**Bell County Tax Appraisal District**  
c/o Tara LeDay  
McCreary, Veselka, Bragg & Allen, PC  
P O Box 1269  
Round Rock, TX 78680-1269  
ECF: [tleday@mvalaw.com](mailto:tleday@mvalaw.com)

**Bexar County**  
c/o Don Stecker  
Linebarger Goggan Blair & Sampson  
LLP  
711 Navarro Street, Ste 300  
San Antonio, TX 78205  
ECF: [don.stecker@lgbs.com](mailto:don.stecker@lgbs.com)

**Tom Green CAD**  
c/o Elizabeth Weller  
Linebarger Goggan Blair & Sampson, LLP  
2777 N. Stemmons Freeway  
Suite 1000  
Dallas, TX 75207

**Newtek Small Business Finance, LLC**  
c/o Michael Flume  
Flume Law Firm, LLP  
1020 N.E. Loop 410, Suite 530  
San Antonio, TX 78209

**Frost Bank**  
c/o Robert L. Barrows  
Warren, Drugan & Barrows, P.C.  
800 Broadway  
San Antonio, TX 78215

**Travis County**  
c/o Kay D. Brock  
Assistant Travis County Attorney  
P.O. Box 1748  
Austin, TX 78767

**Mark Paul**  
AutoAp, Inc.  
P.O. Box 91507  
Portland, OR 97291

**Austin CONRAC, LLC**  
c/o Sabrina L. Streusand  
Streusand, Landon Ozburn & Lemmon,  
LLP  
1801 S. MoPac Expressway Ste 320  
Austin, TX 78746

**Stephanie Hernandez**  
c/o Charlie Shelton  
Hajjar Peters, LLP  
3144 Bee Caves Rd.  
Austin, TX 78746

**The Hertz Corporation**  
c/o William J. Hanlon  
Nascine Howell  
Seyfarth Shaw LLP  
Two Seaport Lane, #300  
Boston, MA 02210

**The Comptroller of Public Accounts  
of the State of Texas**  
c/o John Mark Stern  
Assistant Attorney General  
Bankruptcy & Collections Division  
MC 008  
P.O. Box 12548  
Austin, TX 78711-2548

**Selig Leasing Company, Inc.**  
Michael G. Colvard  
Martin & Drought, P.C.  
Bank of America Plaza, 25<sup>th</sup> Floor  
300 Convent Street  
San Antonio, TX 78205

**Selig Leasing Company, Inc.**  
c/o Samuel C. Wisotzkey  
Kohner, Mann & Kailas, S.C.  
Washington Building  
4650 N. Port Washington Rd.  
Milwaukee, WI 53212-1059

**Pearl Capital Funding**  
c/o Anthony F. Giuliano  
Pryor & Mandelup, L.L.P.  
675 Old Country Road  
Westbury, New York 11590

**Hincklease**  
c/o Ray Battaglia  
Law Offices of Ray Battaglia, PLLC  
66 Granburg Circle  
San Antonio, TX 78218

#### EMAIL NOTICES

Hincklease via pdf email to

[Chris@hincklease.com](mailto:Chris@hincklease.com)  
[Pkeith@djplaw.com](mailto:Pkeith@djplaw.com)  
[Brian@hincklease.com](mailto:Brian@hincklease.com)



# EXHIBIT A

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
SAN ANTONIO DIVISION

In re:

CLEARWATER TRANSPORTATION, LTD.,

Debtor.<sup>1</sup>

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§

CHAPTER 11 CASE

CASE NO. 19-50292-cag

ORDER GRANTING DEBTORS' UNOPPOSED MOTION TO CONTINUE  
DISCLOSURE STATEMENT HEARING [ECF NO. \_\_\_\_]

The Court has considered the *Debtor's Unopposed Motion to Continue Disclosure Statement Hearing* (the "Motion")<sup>2</sup> filed by Clearwater Transportation, Ltd. (the "Debtor"), as debtor and debtor-in possession in the above-captioned case. Having reviewed the Motion, and it appearing that this Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the

<sup>1</sup> The Debtor's address is 6013 Fountainwood, San Antonio, Texas 78233 and the last four digits of its Federal Tax Identification number are 2020.

<sup>2</sup> Capitalized terms not defined herein shall have the meaning ascribed in the Motion.

Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice having been provided to Debtor's Limited Service List, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Motion is in the best interests of Debtor, Debtor's estate and the creditors thereof, and all parties in interest; and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby **ORDERED** that:

1. The Motion is GRANTED as set forth herein.
2. The Disclosure Statement hearing currently set on August 8, 2019, at 9:30 a.m., is hereby continued to August 23, 2019 at 9:30 a.m. as ordered herein above.
3. Debtor shall serve notice of the continued hearing date on Debtor's Limited Service List within two (2) business days of the entry of this Order.
4. This Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation and/or enforcement of this Order.

###

Prepared and submitted by:

**DYKEMA GOSSETT PLLC**

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